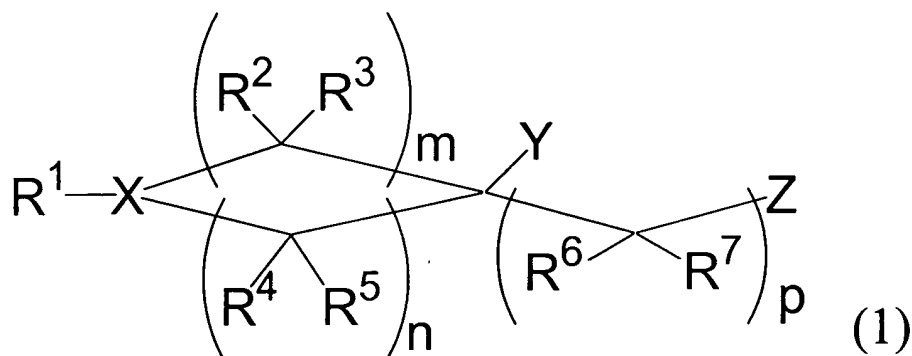


AMENDMENTS TO THE CLAIMS

1. (Original) A medicament for enhancing low density lipoprotein receptor expression comprising as an active ingredient a compound of the formula (1):



wherein

m, n, and p are independently an integer of 0 - 4, provided $3 \leq m + n \leq 8$;

X is nitrogen atom or a group of the formula: $\text{C}-\text{R}^{15}$;

R^{15} is hydrogen atom, a substituted or unsubstituted alkyl group, a substituted or unsubstituted aromatic group, or a group of the formula: $-\text{NR}^{19}\text{R}^{20}$ wherein

R^{19} and R^{20} are each independently hydrogen atom; a substituted or unsubstituted lower alkyl group; a substituted or unsubstituted cycloalkyl group; a saturated heterocyclic group comprising 3 - 8 carbon atoms as ring components which includes one $-\text{NR}^{21}-$ (R^{21} is hydrogen atom, a substituted or unsubstituted lower alkyl group, a substituted or unsubstituted aromatic group, a substituted or unsubstituted lower alkoxy carbonyl group, a substituted or unsubstituted aralkyl group, or a substituted or unsubstituted heteroarylalkyl group) or one oxygen atom and may optionally have one or more substituents on the carbon atoms of the saturated heterocyclic group; a substituted or unsubstituted lower alkoxy carbonyl group; a substituted or unsubstituted

aromatic group; a substituted or unsubstituted aralkyl group; or a substituted or unsubstituted heteroarylalkyl group; or alternatively

R^{19} and R^{20} may combine together with the nitrogen atom bound with R^{19} and R^{20} to form a saturated cyclic amino group comprising 3 - 8 carbon atoms as ring components, which may further include one $-NR^{22}$ - (R^{22} is hydrogen atom, a substituted or unsubstituted lower alkyl group, a substituted or unsubstituted aromatic group, a substituted or unsubstituted lower alkoxy carbonyl group, a substituted or unsubstituted aralkyl group, or a substituted or unsubstituted heteroarylalkyl group) or one oxygen atom as a ring component and may optionally have one or more substituents on the carbon atoms of the saturated cyclic amino group;

Y is a substituted or unsubstituted alkyl group; a substituted or unsubstituted alkenyl group; a substituted or unsubstituted alkynyl group; a substituted or unsubstituted cycloalkyl group; a substituted or unsubstituted aromatic group; or a group of the formula: $-C(=O)R^8$ wherein R^8 is a substituted or unsubstituted alkyl group, a substituted or unsubstituted alkenyl group, a substituted or unsubstituted alkynyl group, a substituted or unsubstituted cycloalkyl group, or a substituted or unsubstituted aromatic group;

R^1 is hydrogen atom; a substituted or unsubstituted alkyl group; a substituted or unsubstituted alkenyl group; a substituted or unsubstituted alkynyl group; a substituted or unsubstituted cycloalkyl group; a saturated heterocyclic group comprising 3 - 8 carbon atoms as ring components which includes one $-NR^{23}$ - (R^{23} is hydrogen atom, a substituted or unsubstituted lower alkyl group, a substituted or unsubstituted aromatic group, a substituted or unsubstituted lower alkoxy carbonyl group, a substituted or unsubstituted aralkyl group, or a substituted or

unsubstituted heteroarylalkyl group) or one oxygen atom and may optionally have one or more substituents on the carbon atoms of the saturated heterocyclic group; a substituted or unsubstituted aromatic group; or a group of the formula: $-C(=O)R^{14}$ wherein R^{14} is a substituted or unsubstituted alkyl group, a substituted or unsubstituted alkenyl group, a substituted or unsubstituted alkynyl group, a substituted or unsubstituted cycloalkyl group, or a substituted or unsubstituted aromatic group;

R^2 , R^3 , R^4 , R^5 , R^6 , and R^7 are the same or different and are selected from the group consisted of hydrogen atom, hydroxyl group, a substituted or unsubstituted alkyl group, a substituted or unsubstituted alkoxy group, a substituted or unsubstituted alkoxycarbonyl group, a substituted or unsubstituted aralkyl group, a substituted or unsubstituted heteroarylalkyl group, a substituted or unsubstituted aralkyloxy group, and a substituted or unsubstituted heteroarylalkyloxy group; and when each of R^2 , R^3 , R^4 , R^5 , R^6 , and/or R^7 exists plurally, each thereof is independently selected from the aforementioned group; alternatively

one or plural combinations of R^2 and R^3 , R^4 and R^5 , and R^6 and R^7 may combine to form oxo group; alternatively

R^2 and R^4 may combine to form an alkylene group; alternatively

any two of the carbon atoms substituted with R^2 and R^3 , or R^4 and R^5 may combine to form double bond when the two carbons are located adjacently; and

Z is hydrogen atom, hydroxyl group, carboxy group, cyano group, phthalimide group, halogen atom, a substituted or unsubstituted alkyl group, a substituted or unsubstituted alkenyl group, a substituted or unsubstituted alkynyl group, a substituted or unsubstituted cycloalkyl group, a substituted or unsubstituted aromatic group, a substituted or unsubstituted lower

alkoxycarbonyl group, a substituted or unsubstituted carbamoyl group, a substituted or unsubstituted benzyloxycarbonyl group, a substituted or unsubstituted aralkyloxy group, a substituted or unsubstituted heteroarylalkyloxy group, a substituted or unsubstituted aryloxy group, a substituted or unsubstituted heteroaryloxy group, a substituted or unsubstituted lower alkoxy group, a substituted or unsubstituted lower alkanoyloxy group, a substituted or unsubstituted lower alkylthio group, a substituted or unsubstituted lower alkylsulfinyl group, a substituted or unsubstituted lower alkylsulfonyl group, a substituted or unsubstituted benzenesulfonyloxy group, a substituted or unsubstituted lower alkoxycarbonylamino group, or a group of the formula: $-NR^9R^{10}$ wherein

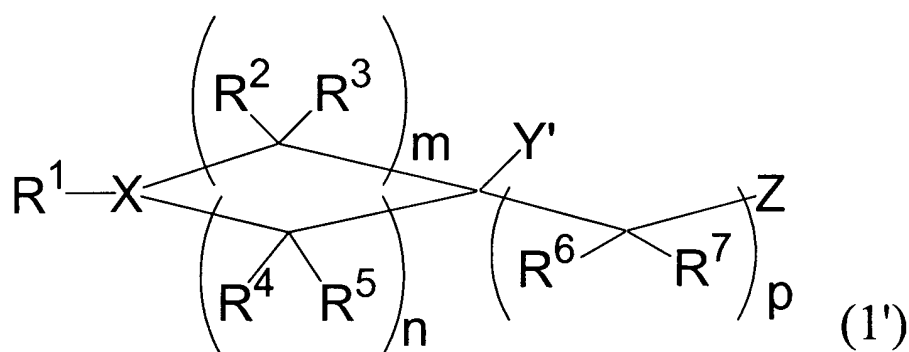
R^9 and R^{10} are each independently hydrogen atom, a substituted or unsubstituted lower alkyl group, a substituted or unsubstituted cycloalkyl group, a substituted or unsubstituted lower alkoxycarbonyl group, a substituted or unsubstituted aromatic group, a substituted or unsubstituted acyl group, a substituted or unsubstituted aralkyl group, or a substituted or unsubstituted heteroarylalkyl group; or alternatively

R^9 and R^{10} may combine together with the nitrogen atom bound with R^9 and R^{10} to form a saturated cyclic amino group comprising 3 - 8 carbon atoms as ring components, which may further include one $-NR^{11}-$ (R^{11} is hydrogen atom, a substituted or unsubstituted lower alkyl group, a substituted or unsubstituted aromatic group, a substituted or unsubstituted lower alkoxycarbonyl group, a substituted or unsubstituted aralkyl group, or a substituted or unsubstituted heteroarylalkyl group) or one oxygen atom as a ring component and may optionally have one or more substituents on the carbon atoms of the saturated cyclic amino group,

or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

2. (Original) The medicament according to claim 1 for treating hyperlipidemia or arteriosclerosis.

3. (Original) A compound of the formula (1'):



wherein

m , n , and p are independently an integer of 0 - 4, provided $3 \leq m + n \leq 8$;

X is nitrogen atom or a group of the formula: $C-R^{15}$;

R^{15} is hydrogen atom, a substituted or unsubstituted alkyl group, a substituted or unsubstituted aromatic group, or a group of the formula: $-NR^{19}R^{20}$ wherein

R^{19} and R^{20} are each independently hydrogen atom; a substituted or unsubstituted lower alkyl group; a substituted or unsubstituted cycloalkyl group; a saturated heterocyclic group comprising 3 - 8 carbon atoms as ring components which includes one $-NR^{21}$ - (R^{21} is hydrogen atom, a substituted or unsubstituted lower alkyl group, a substituted or unsubstituted aromatic group, a substituted or unsubstituted lower alkoxy carbonyl group, a substituted or unsubstituted aralkyl group, or a substituted or unsubstituted heteroarylalkyl group) or one oxygen atom and

may optionally have one or more substituents on the carbon atoms of the saturated heterocyclic group; a substituted or unsubstituted lower alkoxy carbonyl group; a substituted or unsubstituted aromatic group, a substituted or unsubstituted aralkyl group; or a substituted or unsubstituted heteroarylalkyl group; or alternatively

R^{19} and R^{20} may combine together with the nitrogen atom bound with R^{19} and R^{20} to form a saturated cyclic amino group comprising 3 - 8 carbon atoms as ring components, which may further include one $-NR^{22}-$ (R^{22} is hydrogen atom, a substituted or unsubstituted lower alkyl group, a substituted or unsubstituted aromatic group, a substituted or unsubstituted lower alkoxy carbonyl group, a substituted or unsubstituted aralkyl group, or a substituted or unsubstituted heteroarylalkyl group) or one oxygen atom as a ring component and may optionally have one or more substituents on the carbon atoms of the saturated cyclic amino group;

Y' is a substituted or unsubstituted cycloalkyl group; a substituted or unsubstituted aromatic group; or a group of the formula: $-C(=O)R^{8a}$ wherein R^{8a} is a substituted or unsubstituted cycloalkyl group, or a substituted or unsubstituted aromatic group;

R^1 is hydrogen atom; a substituted or unsubstituted alkyl group; a substituted or unsubstituted alkenyl group; a substituted or unsubstituted alkynyl group, a substituted or unsubstituted cycloalkyl group; a saturated heterocyclic group comprising 3 - 8 carbon atoms as ring components which includes one $-NR^{23}-$ (R^{23} is hydrogen atom, a substituted or unsubstituted lower alkyl group, a substituted or unsubstituted aromatic group, a substituted or unsubstituted lower alkoxy carbonyl group, a substituted or unsubstituted aralkyl group, or a substituted or unsubstituted heteroarylalkyl group) or one oxygen atom and may optionally have one or more

substituents on the carbon atoms of the saturated heterocyclic group; a substituted or unsubstituted aromatic group; or a group of the formula: $-C(=O)R^{14}$ wherein R^{14} is a substituted or unsubstituted alkyl group, a substituted or unsubstituted alkenyl group, a substituted or unsubstituted alkynyl group, a substituted or unsubstituted cycloalkyl group, or a substituted or unsubstituted aromatic group;

R^2 , R^3 , R^4 , R^5 , R^6 , and R^7 are the same or different and are selected from the group consisted of hydrogen atom, hydroxyl group, a substituted or unsubstituted alkyl group, a substituted or unsubstituted alkoxy group, a substituted or unsubstituted alkoxycarbonyl group, a substituted or unsubstituted aralkyl group, a substituted or unsubstituted heteroarylalkyl group, a substituted or unsubstituted aralkyloxy group, or a substituted or unsubstituted heteroarylalkyloxy group; and when each of R^2 , R^3 , R^4 , R^5 , R^6 , and/or R^7 exists plurally, each thereof is independently selected from the aforementioned group; alternatively

one or plural combinations of R^2 and R^3 , R^4 and R^5 , and R^6 and R^7 may combine to form oxo group; alternatively

R^2 and R^4 may combine to form an alkylene group; alternatively

any two of the carbon atoms substituted with R^2 and R^3 , or R^4 and R^5 may combine to form double bond when the two carbons are located adjacently; and

Z is hydrogen atom, hydroxyl group, carboxy group, cyano group, phthalimide group, halogen atom, a substituted or unsubstituted alkyl group, a substituted or unsubstituted alkenyl group, a substituted or unsubstituted alkynyl group, a substituted or unsubstituted cycloalkyl group, a substituted or unsubstituted aromatic group, a substituted or unsubstituted lower alkoxycarbonyl group, a substituted or unsubstituted carbamoyl group, a substituted or

unsubstituted benzyloxycarbonyl group, a substituted or unsubstituted aralkyloxy group, a substituted or unsubstituted heteroarylalkyloxy group, a substituted or unsubstituted aryloxy group, a substituted or unsubstituted heteroaryloxy group, a substituted or unsubstituted lower alkoxy group, a substituted or unsubstituted lower alkanoyloxy group, a substituted or unsubstituted lower alkylthio group, a substituted or unsubstituted lower alkylsulfinyl group, a substituted or unsubstituted lower alkylsulfonyl group, a substituted or unsubstituted benzenesulfonyloxy group, a substituted or unsubstituted lower alkoxycarbonylamino group, or a group of the formula: $-NR^9R^{10}$ wherein

R^9 and R^{10} are each independently hydrogen atom, a substituted or unsubstituted lower alkyl group, a substituted or unsubstituted cycloalkyl group, a substituted or unsubstituted lower alkoxycarbonyl group, a substituted or unsubstituted aromatic group, a substituted or unsubstituted acyl group, a substituted or unsubstituted aralkyl group, or a substituted or unsubstituted heteroarylalkyl group; or alternatively

R^9 and R^{10} may combine together with the nitrogen atom bound with R^9 and R^{10} to form a saturated cyclic amino group comprising 3 - 8 carbon atoms as ring components, which may further include one $-NR^{11}-$ (R^{11} is hydrogen atom, a substituted or unsubstituted lower alkyl group, a substituted or unsubstituted aromatic group, a substituted or unsubstituted lower alkoxycarbonyl group, a substituted or unsubstituted aralkyl group, or a substituted or unsubstituted heteroarylalkyl group) or one oxygen atom as a ring component and may optionally have one or more substituents on the carbon atoms of the saturated cyclic amino group; and

provided that Z is not cyano group when both Y' and R^1 are unsubstituted phenyl group,

or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

4. (Original) The compound according to claim 3 wherein
X is nitrogen atom, and R² and R⁴ combine to form an alkylene; or alternatively
X is a group of the formula: C-R¹⁵,

or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

5. (Currently amended) The compound according to ~~any one of claims 3 and 4~~ claim 3
wherein Y' is a substituted or unsubstituted aromatic group,
or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

6. (Original) The compound according to claim 5 wherein R¹ is a substituted or
unsubstituted aromatic group,
or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

7. (Original) The compound according to claim 6 wherein Y' is a substituted or
unsubstituted phenyl group, or a substituted or unsubstituted pyridyl group,
or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

8. (Original) The compound according to claim 7 wherein
R¹ is phenyl group, pyridyl group, pyrimidinyl group, benzoxazolyl group, or
benzothiazolyl group, which may be optionally substituted with one or more substituents,

or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

9. (Original) The compound according to claim 8 wherein

R^1 is a substituted phenyl group or a substituted pyridyl group, wherein the substituents on the phenyl group or pyridyl group are the same or different and are selected from one or more of hydroxyl group or a lower alkoxy group,
or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

10. (Currently amended) The compound according to ~~any one of claims 3—5~~ claim 3 wherein

X is the formula: $C-R^{15}$, and

R^{15} is a group of the formula: $-NR^{19}R^{20}$,

or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

11. (Original) The compound according to claim 10 wherein in the formula: $-NR^{19}R^{20}$

R^{19} is hydrogen atom, and

R^{20} is a substituted or unsubstituted aromatic group, a substituted or unsubstituted aralkyl group, or a substituted or unsubstituted heteroarylalkyl group, or alternatively

R^{19} and R^{20} may combine together with the nitrogen atom bound with R^{19} and R^{20} to form a saturated cyclic amino group comprising 3 - 8 carbon atoms as ring components, which may further include one $-NR^{22}$ - (R^{22} is hydrogen atom, a substituted or unsubstituted lower alkyl group, a substituted or unsubstituted aromatic group, a substituted or unsubstituted lower

alkoxycarbonyl group, a substituted or unsubstituted aralkyl group, or a substituted or unsubstituted heteroarylalkyl group) as a ring component and may optionally have one or more substituents on the carbon atoms of the saturated cyclic amino group, or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

12. (Original) The compound according to claim 10 wherein

R^{15} is a group of the formula: $-NR^{19}R^{20}$,

R^{19} is hydrogen atom,

R^{20} is a substituted or unsubstituted aromatic group, a substituted or unsubstituted aralkyl group, or a substituted or unsubstituted heteroarylalkyl group, and

the configuration between R^{15} and Y' is trans,

or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

13. (Original) The compound according to claim 12 wherein R^{20} is a substituted or unsubstituted aralkyl group, or a substituted or unsubstituted heteroarylalkyl group, or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

14. (Original) The compound according to claim 12 wherein R^{20} is a substituted benzyl group wherein the substituent is sulfamoyl group, or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

15. (Original) The compound according to claim 10 wherein

R^{15} is a group of the formula: $-NR^{19}R^{20}$;

R^{19} is hydrogen atom;

R^{20} is a saturated heterocyclic group comprising 3 - 8 carbon atoms as ring components which includes one $-NR^{21}$ - (R^{21} is hydrogen atom, a substituted or unsubstituted lower alkyl group, a substituted or unsubstituted aromatic group, a substituted or unsubstituted lower alkoxy carbonyl group, a substituted or unsubstituted aralkyl group, or a substituted or unsubstituted heteroarylalkyl group) or one oxygen atom and may optionally have one or more substituents on the carbon atoms of the saturated heterocyclic group; and

the configuration between R^{15} and Y' is trans,
or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

16. (Original) The compound according to claim 10 wherein

R^{15} is a group of the formula: $-NR^{19}R^{20}$ wherein R^{19} and R^{20} combine together with the nitrogen atom bound with R^{19} and R^{20} to form a saturated cyclic amino group comprising 3 - 8 carbon atoms as ring components, which may further include one $-NR^{22}$ - (R^{22} is hydrogen atom, a substituted or unsubstituted lower alkyl group, a substituted or unsubstituted aromatic group, a substituted or unsubstituted lower alkoxy carbonyl group, a substituted or unsubstituted aralkyl group, or a substituted or unsubstituted heteroarylalkyl group) as a ring component and may optionally have one or more substituents on the carbon atoms of the saturated cyclic amino group; and

the configuration between R^{15} and Y' is cis,
or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

17. (Currently amended) The compound according to ~~any one of claims 9—16~~ claim 9 wherein

every R^2 , R^3 , R^4 , R^5 , R^6 , and R^7 is hydrogen atom, or alternatively one or plural combinations of R^2 and R^3 , R^4 and R^5 , and R^6 and R^7 combine to form oxo group; and the others are all hydrogen atom, or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

18. (Original) The compound according to claim 17 wherein

every R^2 , R^3 , R^4 , and R^5 is hydrogen atom, and R^6 and R^7 combine to form oxo group, or both R^6 and R^7 are hydrogen atom, or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

19. (Original) The compound according claim 18 wherein Z is hydroxyl group, cyano group, a lower alkoxy group or a group of the formula: $-NR^9R^{10}$, or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

20. (Original) The compound according to claim 19 wherein

Y' is a substituted phenyl group wherein the substituents on the phenyl group are the same or different and are selected from one or more of hydroxyl group or a lower alkoxy group, or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

21. (Currently amended) The compound according to ~~any one of claims 3—20~~ claim 3 wherein Z is cyano group, or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

22. (Currently amended) The compound according to ~~any one of claims 3—21~~ claim 3 wherein

m is 2 or 3,

n is 2, and

every R^2 , R^3 , R^4 , R^5 , R^6 , and R^7 is hydrogen atom,

or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

23. (Currently amended) The compound according to ~~any one of claims 3—22~~ claim 3 wherein p is 0, or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

24. (Currently amended) A pharmaceutical composition comprising as an active ingredient the compounds set forth in ~~any one of claims 3—23~~ claim 3, or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

25. (Currently amended) A medicament for enhancing low density lipoprotein receptor expression comprising as an active ingredient the compounds set forth in ~~any one of claims 3—23~~ claim 3, or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

26. (Currently amended) A hypolipidemic drug or antiarteriosclerotic drug comprising as an active ingredient the compound set forth in ~~any one of claims 3—23~~ claim 3, or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

27. (Currently amended) A method for treating hyperlipidemia or arteriosclerosis comprising administering to a patient in need of the treatment a therapeutically effective dose of the compound set forth in ~~any one of claims 3—23~~ claim 3, or a prodrug thereof, or a pharmaceutically acceptable salt thereof.

28. (Currently amended) Use of the compound set forth in ~~any one of claims 3—23~~ claim 3, or a prodrug thereof, or a pharmaceutically acceptable salt thereof, for the manufacture of a hypolipidemic drug or antiarteriosclerotic drug.